

Constitution and Rules  
For  
**United Kingdom Thermography Association**  
**UKTA**

**Version 1.2**

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**Article I. Name**

Section 1.01 The title of the association is the United Kingdom Thermography Association (UKTA), hereinafter referred to as the Association.

## **Article II. Association Status**

From the very beginning, the Association has maintained close ties with the British Institute of Non Destructive Testing (BINDT). In order to gain maximum advantage of the benefits available, the Association will adhere to the following.

Section 2.01 The Association is a Special Interest Group within BINDT. It is totally integrated within the BINDT structure, but retains its own identity for independence of thought and purpose.

Section 2.02 Members of the Association will be bound by the constitution of the Association unless there is conflict with BINDT rules and regulations, where BINDT will at all times take precedence.

Section 2.03 A Memorandum of Understanding will be attached to this constitution, which will give guidance on the synergy and way forward for both organisations.

### **Article III. Objectives**

Section 3.01 To be regarded as the center of excellence in the field of infrared thermography.

Section 3.02 To network individuals, organizations and associations in the thermography profession in the UK and the rest of the world.

Section 3.03 To form alliances with other associations of compatible objectives in the UK and other countries.

Section 3.04 To influence, lobby, educate and collaborate with all relevant legislative, educational, commercial and governmental establishments / organizations in the promotion of thermography as appropriate.

Section 3.05 To provide a forum and facilities for the members to enhance, share and stimulate the pursuit of thermographic knowledge.

Section 3.06 To negotiate discounts and preferential rates on a range of products for members.

Section 3.07 To advertise, publish, distribute or edit periodicals, newsletters or articles.

Section 3.08 To carry out any activity seen to further the science and practice of thermography.

## Article IV. Membership

### Section 4.01 Types of Membership

The Association will comprise the following types of membership:

- (a) **Ordinary Membership** of the Association is open to anyone interested or involved in Thermography. Membership is on an individual basis and shall be obtained through application to the Secretary and the approval of that application by the Committee. Ordinary membership is open to anyone over the age of eighteen.
- (b) **Certified Membership** will be open to any Ordinary members who can demonstrate attainment of a nationally recognised certificate as approved by the Association.
- (c) **Student membership** is open to anyone below the age of eighteen or in full time education. They shall not be entitled to vote on any matter.
- (d) **Company membership** is open to any registered business. This class may nominate up to four employees to enjoy all the benefits of an ordinary/certified member.
- (e) **Affiliate membership** is open to anyone wishing to join a specific User Group, as set up and approved by the committee. Members will not have any voting rights, but will receive representation of their interests by a committee member and enjoy a discounted membership rate.
- (f) **Honorary membership.** The Committee may invite individuals to become honorary members of the Association.

### Section 4.02 Conditions of Membership

- (a) Application for membership shall be subject to the approval of the Committee of the Association and shall be decided on a majority vote of the Committee.
- (b) Before being admitted as a member, every proposed member shall complete and sign an application form, which will constitute a written consent to be bound by the terms of this Constitution and the Association's Codes of Conduct. A Copy of these documents shall be provided on approval of membership or on request.
- (c) Applicants shall not be admitted to membership of the Association until the first annual subscription has been paid. The annual subscription fee is non-returnable.
- (d) Membership subscriptions become due on the anniversary of joining. Any member, who does not pay the required subscription within three calendar months of the due date, shall cease to be a member of the Association.
- (e) Members will be required to pay the appropriate annual membership fee, as

shall from time to time be determined at the Annual General Meeting.

- (f) Reinstatement of membership shall be at the discretion of the committee.

#### Section 4.03 **Duties of Members**

Every member shall be bound:

- (a) To further to the best of their ability and judgement the purposes, interests and influence of the Association
- (b) To observe the provisions of the Constitution of Association
- (c) To pay, at the times and in the manner prescribed, such fees, subscriptions and other dues as shall be defined by the Articles of Association.
- (d) In all his/her professional relations to be guided by the highest principles of honour, to uphold the dignity of his/her own profession and the reputation of the Association.
- (e) To strive for continual personal development through approved training schemes and certification.

#### Section 4.04 **Termination of Membership**

Membership of the Association may be terminated by:

- (a) Resignation from the Association.
  - (i) A member of any class may, by notice in writing to the Secretary, resign their membership of the Association after payment of all sums due from them in respect of subscriptions or otherwise.
- (b) Expulsion from the Association.
  - (i) A member may be expelled from the Association for non-payment of annual subscription fees or for committing any act that frustrates the good standing or professionalism of the Association.
  - (ii) The expulsion of a member shall be decided by a simple majority of the committee members entitled to vote and present at the meeting at which the decision to expel a member is taken. Expulsion shall take effect at a date determined by the Committee.
  - (iii) The Secretary shall notify the member concerned of the decision in writing.
- (c) Dissolution of the Association
  - (i) See Article XI

## **Article V. Powers**

Section 5.01 The management of the Association shall be entrusted to the Committee, which may regulate its own proceedings, delegate any of its powers to sub-committees and generally exercise all such powers of the Association in general meeting. Co-opted Committee members shall not have voting rights.

Section 5.02 No regulation made by the Association in general meeting shall invalidate any prior act of the Committee, which would have been valid, if such regulation had not been made.

Section 5.03 The Committee shall make a report to every Annual General Meeting.

Section 5.04 The Association in general meeting may through a simple majority vote censure the actions of the Committee and may achieve through a vote of no confidence the resignation of a Committee member or members.

Section 5.05 The Committee shall appoint an Editor to produce the Association Journal, who shall be a Committee member and who shall be responsible for presenting a report of all acts and proceedings relating to the Journal.

Section 5.06 In furtherance of the said Objects the Association the Committee may:

- (a) Employ and pay any person or persons to supervise, organise and carry on the work of the Association;
- (b) Engage and pay fees to professional and technical advisers or consultants to assist in the work of the Association;
- (c) Bring together in conference, and work in liaison with, representatives of voluntary organisations, Government departments, local and other statutory authorities and individuals;
- (d) Take out membership of such organisations as are considered to be in the interests of and compatible with the objects of the Association;
- (e) Promote and carry out or assist in promoting and carrying out research, surveys and investigations and where considered appropriate publish the results;
- (f) Arrange and provide for or join in arranging and providing for the holding of exhibitions, meetings, lectures, classes, demonstrations and experiments, seminars, training courses, dramatic presentations, film shows,
- (g) Collect and disseminate information with due regard to copyright and data-protection rules on all matters affecting the Objects, and exchange such information with other bodies having similar objects whether in this country or abroad;
- (h) Cause to be written and printed or otherwise reproduced and circulated, free of charge or for payment, such papers, books, periodicals, pamphlets or other documents, or such films, recorded tapes (whether audio or visual or both) or any other media as shall further the Objects of the Association;

- (i) Alone or with others purchase, take on lease or exchange, hire or otherwise acquire any property and any rights and privileges necessary for the promotion of the said Objects, and construct, maintain and alter any buildings necessary for the work of the Association;
- (j) Make regulations for the management of any property which may be so acquired;
- (k) Subject to such consents as may be required by law, sell, let, mortgage, dispose of or turn to account any or all of the property or assets of the Association;
- (l) Subject to such consents as may be required by law, borrow or raise money for the said Objects and accept gifts on such terms and on such security as shall be deemed to be necessary;
- (m) Raise funds and invite and receive contributions from any person or persons whatsoever by way of subscription and otherwise provided that the Association shall not undertake permanent trading activities in raising funds for the said Objects except by means of a company established for that purpose;
- (n) Invest the moneys of the Association not immediately required for the said Objects in or upon such investments, securities or property as may be thought fit, subject nevertheless to such conditions (if any) as may for the time being be imposed or required by law and
- (o) Do all such other lawful things as are necessary for the attainment of the said Objects.

## **Article VI. Officers and Members of the Committee**

The running of the Association will be undertaken by a Committee consisting of four elected honorary officers plus up to a further two elected honorary ordinary committee members. They are:

### **Section 6.01 The Chairman**

- (a) The Chairman shall be elected annually at the Annual General Meeting. An outgoing chairman may stand for re-election to serve for a maximum of three consecutive years. If after a three year term there are no other candidates prepared to stand as chairman, the incumbent chairman may be re-elected unopposed.
- (b) The Chairman's duties and responsibilities shall include:
  - (i) Ensuring that the day-to-day business of the Association is conducted according to the rules of the Association.
  - (ii) Presiding over the various meetings of the Association.
  - (iii) Assisting the Treasurer in developing and administering the annual budget.
  - (iv) Assisting the Secretary in disseminating the agenda and supporting material in advance of the meetings of the Association and committee.
  - (v) Being responsible for developing the Association's long and short-range goals and objectives and continually advancing new ideas and methods to better serve the membership.
  - (vi) Having the power to sign all certificates, contracts and other instruments of the Association.
  - (vii) Having the authority to appoint all sub committees for the Association and to make such other special appointments as appropriate that are not otherwise provided for by this constitution.

### **Section 6.02 The Vice Chairman**

- (a) The Vice-Chairman shall be elected annually at the Annual General Meeting. An outgoing Vice-Chairman may stand for re-election to serve for a maximum of three consecutive years. If after a three year term there are no other candidates prepared to stand as Vice-Chairman, the incumbent Vice-Chairman may be re-elected unopposed.
- (b) The Vice-Chairman's duties and responsibilities shall include:

- (i) All the powers and responsibilities of the Chairman during the absence or disability of the Chairman.
- (ii) Assisting the Treasurer with the development and administration of the annual budget
- (iii) Assisting the Secretary with postal ballots, organization of meetings and dissemination of information to the membership.
- (iv) Having the power to sign all certificates, contracts and other instruments of the Association.

#### **Section 6.03 The Secretary**

- (a) The Secretary shall be elected annually at the Annual General Meeting.
- (b) The Secretary's duties and responsibilities shall include:
  - (i) Organising the Committee Meetings.
  - (ii) Organizing and notifying all members of the Annual General Meeting and any Extraordinary General Meetings.
  - (iii) Preparation and circulation of the Agenda.
  - (iv) Taking the minutes of the Committee, Extraordinary and Annual General meetings.
  - (v) Preparing the means of all postal ballots.
  - (vi) Dealing with all correspondence.
  - (vii) Keep and transfer to his/ her successor all papers and documents belonging to the Association.

#### **Section 6.04 The Treasurer**

- (a) The Treasurer shall be elected annually at the Annual General Meeting.
- (b) The Treasurer's duties and responsibilities shall include:
  - (i) Keeping correct accounts showing the financial affairs of the Association. The accounts shall close a month preceding the date of the Annual General Meeting.
  - (ii) Ensuring an accurate summary of the Association's finances are available at each committee meeting should they be required.
  - (iii) Presenting a statement of accounts at every Annual General Meeting, which have been verified by two ordinary members of the Association.

#### **Section 6.05 Committee Members**

- (a) Committee Members shall be elected annually at the Annual General Meeting.
- (b) To qualify for election, they must be fully paid up members of at least one year's standing with the Association.
- (c) Committee Members will fulfil the task or role as delegated /agreed by the four officers of the Association.

## **Article VII. Committee Workings**

Section 7.01 Members of the Committee may fulfill more than one role within the committee but will only have the right to exercise one vote.

Section 7.02 The members of the Committee shall keep confidential all information connected with the business of the Association and shall not disclose it to any third party or use it other than for the performance of the Association's objectives except:

- (a) Where the majority of the members of the Committee agree to the disclosure
- (b) By requirement of law.
- (c) Where the provisions of this clause shall not apply to such information if it is
  - (i) In the public domain otherwise than by failure of the Committee member;
  - (ii) In the possession of the Committee member before these confidentiality obligations came into effect; or
  - (iii) Obtained from a third party who is free to disclose the same.

Section 7.03 The Committee shall have the power to co-opt individuals on an advisory basis where necessary. Co-opted individuals will hold no voting rights and shall be ex-officio members.

Section 7.04 A quorum of the Committee shall be three of the voting members and shall include at least two of the officers.

Section 7.05 The Committee shall appoint sub-committees as appropriate. The sub-committees shall be under the direction of a Committee member who shall provide a written report to the Committee.

Section 7.06 The Committee may also appoint any other representatives for external committees as deemed necessary, and these individuals shall report back to the Committee in accordance with the rules specified by the Committee at the time of appointment.

Section 7.07 The Committee shall have the power to open such bank accounts, as it feels necessary for the proper running of the Association. Such accounts shall operate on the signatures of any two out of the Chairman, Vice Chairman, Secretary and Treasurer.

Section 7.08 The Committee shall have power to authorise the payment of any reasonable expenses incurred by members in furtherance of the aims or activities of the Association.

Section 7.09 The Committee shall appoint an Editor to produce the Association Journal, who shall be a Committee member and who shall be responsible for presenting a report of all acts and proceedings relating to the Journal.

Section 7.10 Failure to attend 3 consecutive Meetings without good reason will result in the termination of membership of the Committee.

## **Article VIII. General Meetings**

Section 8.01 The Annual General Meeting shall be held within 15 months of the previous AGM. The annual business of the Association shall be transacted at this meeting.

Section 8.02 Members shall receive at least four weeks notice of the agenda of the AGM of the meetings.

Section 8.03 The quorum at any AGM or EGM must be a minimum of 15% of the voting membership.

Section 8.04 An EGM may only be called by a minimum of 25% of the voting membership or at the discretion of the committee.

Section 8.05 Members may present papers at the AGM and shall be asked to submit an abstract before the meeting for consideration for inclusion at the meeting.

Section 8.06 Any member of the Association may give notice of any motion to be made at an Annual General Meeting or special meeting but such notice must be given to the secretary at least 42 clear days before the meeting. The Secretary shall forthwith send a copy of such Notice/Motion to all members of the Association.

Section 8.07 The full voting membership shall be notified of all relevant re-elections and vacancies not less than 8 weeks prior to the Annual General Meeting.

Section 8.08 Any nominations then arising shall be proposed and seconded and submitted to the Secretary of the Association 4 weeks prior to the AGM.

Section 8.09 The full voting membership shall be circulated with all nominations and may either cast their vote in person at the Annual General Meeting or by post to reach the Secretary of the Association 7 days before the AGM, such votes to be included with the votes cast at the Annual General Meeting.

Section 8.10 The election and every question at meetings of the association shall be carried on a simple majority.

Section 8.11 Members cannot be nominated for election to the Committee if they are Officers of other related professional organizations where their position would compromise the interests of the UKTA.

Section 8.12 Vacancies arising amongst elected office bearers may be filled temporarily by the Committee until the next Annual General meeting.

Section 8.13 All motions shall be carried on a simple majority. If there is an equality of votes the motion shall not be carried.

Section 8.14 All Committee members holding specific roles shall present a report for the Committee meetings and the AGM where appropriate.

Section 8.15 Additional meetings may be held in association with other professional bodies.

Section 8.16 The secretary shall record minutes of the proceedings of every meeting of the Association and Committees and of the attendance of members thereat

respectively in a book kept for such a purpose. The Chairman of the meeting to which they refer, or of that at which they are read and approved must sign this book. Every such minute when recorded and signed shall in the absence of proof of error therein be considered as a correct record.

Section 8.17 A meeting of the Association other than the Annual General Meeting may adjourn for such time and to such place as it may decide.

## **Article IX. Use of UKTA Logo**

Section 9.01 Associate Company members of the Association may use the UKTA logo in limited circumstances in accordance with the constitution of the Association to indicate the company is an Associate Member Company of the UK Thermography Association.

Section 9.02 The UKTA logo remains the property of the Association.

Section 9.03 Members may use the UKTA logo at the discretion of the Association Management Committee.

Section 9.04 The Association Management Committee may withdraw its permission for a member to display the UKTA logo if the member contravenes the constitution.

Section 9.05 Circumstances which may lead to the withdrawal of the right to use the UKTA logo include, but are not limited to:

- a. Cessation of membership of the Association.
- b. Unethical behaviour in professional activities.
- c. Use of the logo in an inappropriate context.
- d. Use of the logo to imply the authority of the UK Thermography Association is vested in the member.

## **Article X. Property Rights**

Section 10.01 All patents, copyright, design rights and other Intellectual Property rights (IP rights) in all data and other information prepared and supplied by the Association to the members of the Committee shall remain the absolute property of the Association.

## **Article XI. Dissolution**

Section 11.01 In the event of the dissolution of the Association, the Committee then in office shall remain in office until all affairs of the Association have been properly terminated.

Section 11.02 Any funds remaining after payment of debts and obligations shall be distributed to one or more approved charitable organizations.

## **Article XII. Changes to the Constitution**

Section 12.01 The Rules of the Association shall only be amended by a full postal ballot of all voting members, or, at an EGM or at an AGM.

Section 12.02 Notice of amendments shall be submitted to the Secretary of the Association in writing, stating the reasons for the proposed change. Any proposed amendment shall be presented at the next Committee meeting at which the proposer may be asked to attend.

Section 12.03 The Committee shall then instruct the Secretary to circulate the full proposals to the voting membership as long as they do not contravene the objectives of the Association.

Section 12.04 An amendment shall be passed only if more than two thirds of the votes cast are in favour of such an amendment.

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